

E-File: April 27, 2009

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UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA

In re:
 THE RHODES COMPANIES, LLC, aka
 "Rhodes Homes," et al.,¹
 Debtors.

Case No.: BK-S-09-14814-LBR
 (Jointly Administered)

Chapter 11

DATE: April 28, 2009
 TIME: 1:30 p.m.
 PLACE: Courtroom 1

Affects:

- ☒ All Debtors
☐ Affects the following Debtor(s)

¹ The Debtors in these cases, along with their case numbers are: Heritage Land Company, LLC (Case No. 09-14778); The Rhodes Companies, LLC (Case No. 09-14814); Tribes Holdings, LLC (Case No. 09-14817); Apache Framing, LLC (Case No. 09-14818); Geronimo Plumbing LLC (Case No. 09-14820); Gung-Ho Concrete LLC (Case No. 09-14822); Bravo, Inc. (Case No. 09-14825); Elkhorn Partners, A Nevada Limited Partnership (Case No. 09-14828); Six Feathers Holdings, LLC (Case No. 09-14833); Elkhorn Investments, Inc. (Case No. 09-14837); Jarupa, LLC (Case No. 09-14839); Rhodes Realty, Inc. (Case No. 09-14841); C & J Holdings, Inc. (Case No. 09-14843); Rhodes Ranch General Partnership (Case No. 09-14844); Rhodes Design and Development Corporation (Case No. 09-14846); Parcel 20, LLC (Case No. 09-14848); Tuscany Acquisitions IV, LLC (Case No. 09-14849); Tuscany Acquisitions III, LLC (Case No. 09-14850); Tuscany Acquisitions II, LLC (Case No. 09-14852); Tuscany Acquisitions, LLC (Case No. 09-14853); Rhodes Ranch Golf Country Club, LLC (Case No. 09-14854); Overflow, LP (Case No. 09-14856); Wallboard, LP (Case No. 09-14858); Jackknife, LP (Case No. 09-14860); Batcave, LP (Case No. 09-14861); Chalkline, LP (Case No. 09-14862); Glynda, LP (Case No. 09-14865); Tick, LP (Case No.

STATUS AND AGENDA FOR APRIL 28, 2009 HEARING

AGENDA FOR 1:30 P.M.

1. Debtors' Motion for Interim and Final Orders Pursuant to Sections 105, 361, 362, 363, and 364 of Debtors' Motion for Interim and Final Orders Pursuant to Sections 105, 361, 362, 363 and 364 of the Bankruptcy Code (A) Authorizing Debtors to Use Cash Collateral, (B) Granting Adequate Protection to the Debtors' Prepetition Secured Parties and (C) Scheduling a Final Hearing; Memorandum of Points and Authorities Filed by Zachariah Larson on behalf of Heritage Land Company, LLC [Heritage Docket No. 35]

Related Filings:

- A. Declaration of James M. Rhodes in Support of First Day Motions [Heritage Docket No. 34]*
- B. Ex Parte Application For Order Shortening Time to Hear Debtors' Motion for Interim and Final Orders Pursuant to Sections 105, 361, 362, 363, and 364 of Debtors' Motion for Interim and Final Orders Pursuant to Sections 105, 361, 362, 363 and 364 of the Bankruptcy Code (A) Authorizing Debtors to Use Cash Collateral, (B) Granting Adequate Protection to the Debtors' Prepetition Secured Parties and (C) Scheduling a Final Hearing; Memorandum of Points and Authorities [Heritage Docket No. 36]*
- C. Declaration of Paul David Huygens in Support of (A) Debtors' Motion to Use Cash Collateral, and (B) Debtors' Motion to Use Cash Management System [Heritage Docket No. 38]*
- D. Order Shortening Time on Debtors' Motion for Interim and Final Order Pursuant to Sections 105, 361, 362, 363 and 364 of Debtors' Motion for Interim and Final Orders Pursuant to Sections 105, 361, 362, 363 and 364 of the Bankruptcy Code (A) Authorizing Debtors to Use Cash Collateral, (B) Granting Adequate Protection to the Debtors' Prepetition Secured Parties and (C) Scheduling a Final Hearing; Memorandum of Points and Authorities [Heritage Docket No. 47]*
- E. Notice of Hearing re: Heritage Docket entries 39, 40, 41, 43, 44, 45 and 47 [Heritage Docket No. 52]*

09-14866); Rhodes Arizona Properties, LLC (Case No. 09-14868); Rhodes Homes Arizona, L.L.C. (Case No. 09-14882); Tuscany Golf Country Club, LLC (Case No. 09-14884); and Pinnacle Grading, LLC (Case No. 09-14887).

- 1 F. *Certificate of Service* [Heritage Docket No. 53]
- 2 G. *Objection and Omnibus Joinder to First-Day Motions by Credit Suisse, Cayman*
- 3 *Islands Branch, as Agent for First Lien Lenders* Filed by SUSAN L. MYERS on
- 4 *behalf of Credit Suisse, Cayman Islands Branch* [Heritage Docket No. 79]
- 5 H. *Objection of the First Lien Steering Committee to the Debtors' Motion for Interim*
- 6 *and Final Orders Pursuant to Sections 105, 361, 362, 363 and 364 of the Bankruptcy*
- 7 *Code (A) Authorizing Debtors to Use Cash Collateral, (B) Granting Adequate*
- 8 *Protection to the Debtors' Prepetition Secured Parties and (C) Scheduling a Final*
- 9 *Hearing* [Heritage Docket No. 83]
- 10 I. *Omnibus Opposition to First Day Motions* Filed by U.S. TRUSTEE [Heritage
- 11 *Docket No. 92]*
- 12 J. *Stipulated Interim Order (I) Authorizing Limited Use of Cash Collateral Pursuant to*
- 13 *Sections 105, 361, 362 and 363 of the Bankruptcy Code, (II) Granting Adequate*
- 14 *Protection and Super Priority Administrative Expense Priority to Prepetition*
- 15 *Secured Lenders, and (III) Scheduling a Final Hearing* [Heritage Docket No. 125]
- 16 K. *Notice of Hearing* [The Rhodes Companies Docket 8]
- 17 L. *Notice of Entry of Order--Stipulated Interim Order (I) Authorizing Limited Use of*
- 18 *Cash Collateral Pursuant to Sections 105, 361, 362 and 363 of the Bankruptcy Code,*
- 19 *(II) Granting Adequate Protection and Super Priority Administrative Expense*
- 20 *Priority to Prepetition Secured Lenders, and (III) Scheduling a Final Hearing* [The
- 21 *Rhodes Companies Docket No. 30]*
- 22 M. *Certificate of Service* [The Rhodes Companies Docket 31]
- 23 N. *Certificate of Service* [The Rhodes Companies Docket 33]
- 24 O. *Motion to Strike Inadmissible Hearsay in Objection of the First Lien Steering*
- 25 *Committee to the Debtors' Motion for Interim and Final Orders Pursuant to*
- 26 *Sections 105, 361, 362, 363 and 364 of the Bankruptcy Code (A) Authorizing Debtors*
- 27 *to Use Cash Collateral, (B) Granting Adequate Protection to the Debtors'*
- 28 *Prepetition Secured Parties and (C) Scheduling a Final Hearing* [The Rhodes
- Companies Docket 44]*
- P. Declaration of Brett A. Axelrod in Support of Motion to Strike Inadmissible Hearsay*
- in Objection of the First Lien Steering Committee to the Debtors' Motion for Interim*
- and Final Orders Pursuant to Sections 105, 361, 362, 363 and 364 of the Bankruptcy*
- Code (A) Authorizing Debtors to Use Cash Collateral, (B) Granting Adequate*
- Protection to the Debtors' Prepetition Secured Parties and (C) Scheduling a Final*
- Hearing* [The Rhodes Companies Docket 45]
- Q. Errata to Stipulated Interim Order (I) Authorizing Limited Use of Cash Collateral*
- Pursuant to Sections 105, 361, 362 and 363 of the Bankruptcy Code, (II) Granting*
- Adequate Protection and Super Priority Administrative Expense Priority to*
- Prepetition Secured Lenders, and (III) Scheduling a Final Hearing* [The Rhodes
- Companies Docket 50]*

- R. Notice of Entry of Order-- *Order Shortening Time on Debtors' Motion for Interim and Final Order Pursuant to Sections 105, 361, 362, 363 and 364 of Debtors' Motion for Interim and Final Orders Pursuant to Sections 105, 361, 362, 363 and 364 of the Bankruptcy Code (A) Authorizing Debtors to Use Cash Collateral, (B) Granting Adequate Protection to the Debtors' Prepetition Secured Parties and (C) Scheduling a Final Hearing; Memorandum of Points and Authorities* [The Rhodes Companies Docket No. 56]
- S. *Certificate of Service* [The Rhodes Companies Docket No. 57]
- T. *Certificate of Service* [The Rhodes Companies Docket 58]
- U. *Debtors' Reply to the Objection of the First Lien Steering Committee to the Debtors' Motion for Interim and Final Orders Pursuant to Sections 105, 361, 362, 363 and 364 of the Bankruptcy Code (A) Authorizing Debtors to Use Cash Collateral, (B) Granting Adequate Protection to the Debtors' Prepetition Secured Parties and (C) Scheduling a Final Hearing* [The Rhodes Companies Docket 59]
- V. *Second Stipulated Order (I) Authorizing Use of Cash Collateral Pursuant to Sections 105, 361, 362 and 363 of the Bankruptcy Code, (II) Granting Adequate Protection and Super Priority Administrative Expense Priority to Prepetition Secured Lenders, and (III) Scheduling a Final Hearing* [The Rhodes Companies Docket No. 73]
- W. *Notice of Entry of Order Second Stipulated Order (I) Authorizing Use of Cash Collateral Pursuant to Sections 105, 361, 362 and 363 of the Bankruptcy Code, (II) Granting Adequate Protection and Super Priority Administrative Expense Priority to Prepetition Secured Lenders, and (III) Scheduling a Final Hearing* [The Rhodes Companies Docket No. 86]

STATUS: The parties have reached agreement on the form of a cash collateral order, which will be uploaded as soon as possible.

2. Debtors' Motion For Order Under 11 U.S.C. §§ 105, 363, 503(b), 1107 And 1108 Authorizing (I) Maintenance Of Certain Existing Bank Accounts, (II) Continued Use Of Existing Business Forms, (III) Continued Use Of Existing Cash Management System, (IV) Providing Administrative Priority Status to Postpetition Intercompany Claims, and (V) Waiver of Section 345(b) Deposit and Investment Requirements; Memorandum of Points and Authorities Filed by ZACHARIAH LARSON on behalf of THE RHODES COMPANIES, LLC [Docket No. 13]

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Related Filings:

- A. *Declaration of James M. Rhodes in Support of First Day Motions* [Heritage Docket No. 34]
- B. *Declaration Of Paul David Huygens in Support of (A) Debtors' Motion to Use Cash Collateral, and (B) Debtors' Motion to Use Cash Management System* [Heritage Docket No. 38]
- C. *Notice of Hearing re: Heritage Docket entries 39, 40, 41, 43, 44, 45 and 47* [Heritage Docket No. 52]
- D. *Certificate of Service* [Heritage Docket No. 53]
- E. *Objection and Omnibus Joinder to First-Day Motions by Credit Suisse, Cayman Islands Branch, as Agent for First Lien Lenders Filed by SUSAN L. MYERS on behalf of Credit Suisse, Cayman Islands Branch* [Heritage Docket No. 79]
- F. *Omnibus Objection of the First Lien Steering Committee to Debtors' (I) Motion for an Order Authorizing the Payment of Prepetition Wages, Salaries, Employee Benefits, and Other Compensation, (II) Motion for an Order Prohibiting Utility Providers from Altering, Refusing or Discontinuing Service, (III) Motion for Order Authorizing the Debtors to Continue Customer Practice and Programs...* [Heritage Docket No. 84]
- G. *Omnibus Opposition to First Day Motions Filed by U.S. TRUSTEE* [Heritage Docket No. 92]
- H. *Order Granting Debtors' Motion For Order Under 11 U.S.C. §§ 105, 363, 503(b), 1107 And 1108 Authorizing (I) Maintenance Of Certain Existing Bank Accounts, (II) Continued Use Of Existing Business Forms, (III) Continued Use Of Existing Cash Management System, (IV) Providing Administrative Priority Status to Postpetition Intercompany Claims, and (V) Waiver of Section 345(b) Deposit and Investment Requirements; Memorandum of Points and Authorities* [Heritage Docket No. 127]
- I. *Notice of Entry of Order-- Order Granting Debtors' Motion For Order Under 11 U.S.C. §§ 105, 363, 503(b), 1107 And 1108 Authorizing (I) Maintenance Of Certain Existing Bank Accounts, (II) Continued Use Of Existing Business Forms, (III) Continued Use Of Existing Cash Management System, (IV) Providing Administrative Priority Status to Postpetition Intercompany Claims, and (V) Waiver of Section 345(b) Deposit and Investment Requirements; Memorandum of Points and Authorities* [The Rhodes Companies Docket No. 32]
- J. *Certificate of Service* [The Rhodes Companies Docket No. 54]
- K. *Second Interim Order Granting Debtors' Motion for Order Under 11 U.S.C. 105, 363, 503(b), 1107 and 1108 Authorizing (I) Maintenance of Certain Existing Bank Accounts, (II) Continued Use of Certain Existing Business Forms, (III) Continued Use of Existing Cash Management System, (IV) Providing Administrative Priority Status to Postpetition Intercompany Claims, and (V) Waiver of Section 345(b) Deposit and Investment Requirements* [The Rhodes Companies Docket No. 78]

1 L. *Notice of Entry of Order Second Interim Order Granting Debtors' Motion for Order*
2 *Under 11 U.S.C. 105, 363, 503(b), 1107 and 1108 Authorizing (I) Maintenance of*
3 *Certain Existing Bank Accounts, (II) Continued Use of Certain Existing Business*
4 *Forms, (III) Continued Use of Existing Cash Management System, (IV) Providing*
Administrative Priority Status to Postpetition Intercompany Claims, and (V) Waiver
of Section 345(b) Deposit and Investment Requirements [The Rhodes Companies
Docket No. 85]

5 M. *Certificate of Service* of Docket No. 85 [The Rhodes Companies Docket No. 89]

6 **STATUS:** The parties have reached agreement on the form of a final cash management
7 order, which will be uploaded as soon as possible.
8

9 Dated: April 27, 2009

LARSON & STEPHENS

10
11 /s/Zachariah Larson

Zachariah Larson, Esq. (NV Bar No. 7787)

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13 [Proposed] Counsel for Debtors and
14 Debtors in Possession
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